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February 5, 2020

USE ONLY DOCUMENT ELECTRONICALLY FILED FCC#: DATE FILED: 2/7/2020	FAX: (312) 276-0035 JFRANK@FGLLP.COM
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**VIA ECF ELECTRONIC FILING**

Hon. Colleen McMahon  
Chief Judge  
United States District Court  
Southern District of New York  
Daniel Patrick Moynihan U.S. Courthouse  
500 Pearl Street  
New York, New York 10007-1312

OK  
MEMO ENDORSED  
*Colleen McMahon*  
2/7/2020

**Re: *In re The Great Atlantic & Pacific Tea Company, Inc., et al.***  
**Civil Action No. 20-0583-CM-LMS**

***The Great Atlantic & Pacific Tea Company, Inc., et al. v. PepsiCo, Inc., et al.***  
**Adv. Proc. No. 18-08245-RDD**

Dear Chief Judge McMahon:

I represent PepsiCo, Inc., Bottling Group, LLC, Frito-Lay North America, Inc., Quaker Sales & Distribution, Inc. and Muller Quaker Dairy, LLC (collectively the "Appellants"), the appellants in the above-referenced bankruptcy appeal and the defendants in the above-referenced adversary proceeding. The Appellants submit this letter motion to request a brief extension of time within which to reply to the forthcoming response of the Great Atlantic & Pacific Tea Company, Inc. and its co-debtors (collectively the "Appellees") to the Appellants' motion (the "Motion") for leave to file an appeal from a January 2, 2020 Order of the United States Bankruptcy Court for the Southern District of New York denying the Appellants' motion for partial summary judgment.

This Court previously extended the time for Appellees to respond to the Motion by fourteen additional days to February 14, 2020. In light of the upcoming federal holiday on February 17, 2020, the traditional five-day reply period would include only two business days. Accordingly, the Appellants request that the five-day reply period be extended to fourteen days, requiring that any reply be filed on or before February 28, 2020. The Appellants have not previously requested an extension of the February 19, 2020 deadline, and counsel for the Appellees has consented to the extension. At present, no deadlines or hearings have been set in the bankruptcy appeal.

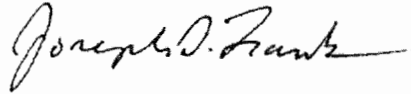
{PEPSICO/034/00058710.DOC/}

Hon. Colleen McMahon  
Chief Judge  
United States District Court  
February 5, 2020  
Page 2

Counsel for the Appellees have been served contemporaneously with the filing of this letter motion.

The Appellants therefore respectfully request an extension, to February 28, 2020, of the deadline to file a reply in support of the Appellants' Motion.

Respectfully submitted,



Joseph D. Frank  
*Counsel to the Appellants*

JDF/cas

cc: David N. Crapo (*via email – dcrapo@gibbonslaw.com*)  
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